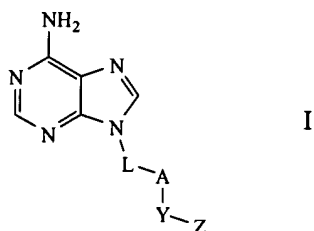


This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

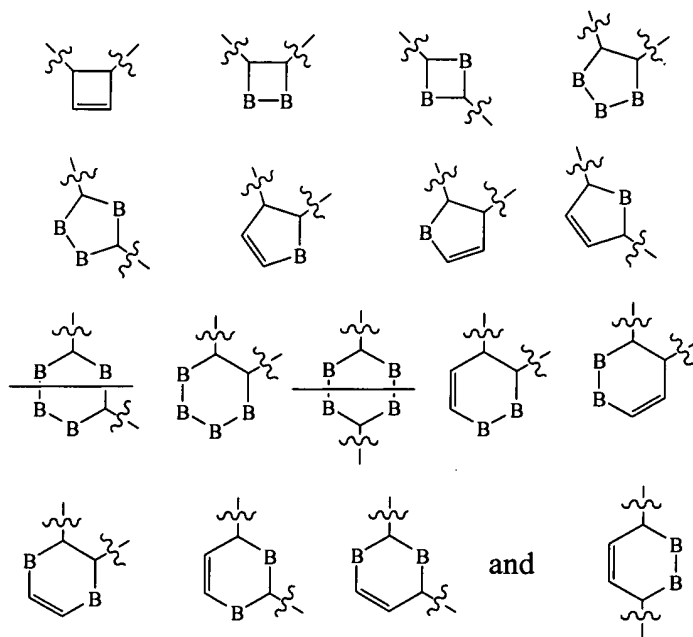
24. (Currently Amended) A compound of the formula (I):



wherein:

A is a member selected from the group consisting of:

benzene, thiophene, furan, pyrrole, indole,



wherein

each B is independently selected from the group consisting of $-C(-R^1)(-R^2)-$, $-O-$ and $-N(-J-R^3)-$, wherein not more than one B in any ring is either $-O-$ or $-N(-J-R^3)-$;

each m and n is independently an integer from 0 to 4;

each q is independently an integer from 0 to 8;

Y is a member selected from the group consisting of $-(CH_2)_q-$, $-(CH_2)_mO-$ and $-(CH_2)_m-N(-J^1)-R^4$;

B^0
Z is a member selected from the group consisting of $-(CH_2)_n-C(=O)-NHOH$,
 $-(CH_2)_nCOOH$, $-(CH_2)_nCOOMe$ and $-(CH_2)_nCOOEt$;

L is a member selected from the group consisting of $-(CH_2)_q-$, $-(CH_2)_mO-$ and
 $-(CH_2)_mN-(-J^2-)-R^5$;

J, J^1 and J^2 are each independently selected from the group consisting of $C(=O)$
and a bond;

R^1 is a member selected from the group consisting of H, $-N(-J^3-R^6)(-J^4-R^7)$ and
 $-O-J^5-R^8$, wherein J^3 , J^4 and J^5 are each independently selected from the
group consisting of $-C(=O)-$ and a bond, wherein at least one of J^3 and J^4
is a bond;

R^2 is a member selected from the group consisting of H, $-N(-J^6-R^9)(-J^7-R^{10})$ and
 $-O-J^8-R^{11}$, wherein J^6 , J^7 and J^8 are independently selected from the group
consisting of $-C(=O)-$ and a bond, wherein at least one of J^6 and J^7 is a
bond;

R^3 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{12}$;

R^4 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{13}$;

R^5 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{14}$;

R^6 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{15}$;

R^7 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{16}$;

R^8 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{17}$;

R^9 is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{18}$;

R^{10} is a member selected from the group consisting of H, C_1-C_8 alkyl, CF_3 and
 $O-R^{19}$;

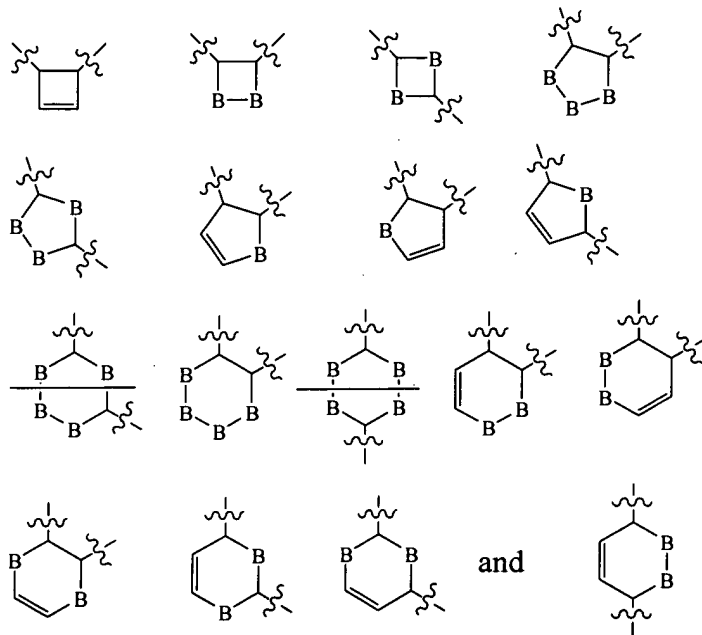
R^{11} is a member selected from the group consisting of H, C_1 - C_8 alkyl, CF_3 and $O-R^{20}$;

R^{12} , R^{13} , R^{14} , R^{15} , R^{16} , R^{17} , R^{18} , R^{19} and R^{20} are each independently selected from the group consisting of C_1 - C_4 alkyl, cycloalkyl and benzyl;

and all pharmaceutically acceptable stereoisomers, salts, hydrates, solvates, esters and ~~prodrug derivatives~~ amides thereof.

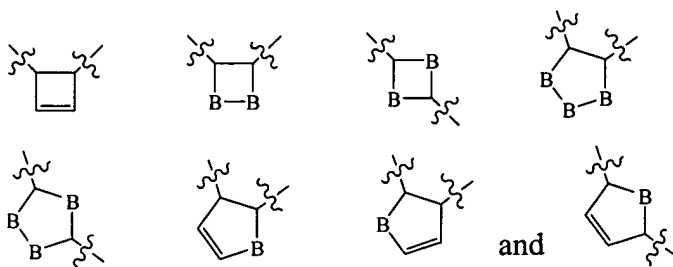
25. (Currently Amended) The compound according to claim 24

wherein A is a member selected from the group consisting of:



26. (Previously Added) The compound according to claim 24

wherein A is a member selected from the group consisting of:



Y is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$;

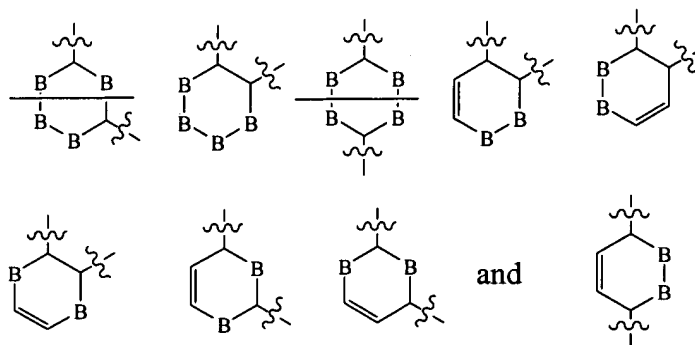
L is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$; and

R^1 is a member selected from the group consisting of H and $-O-J^5-R^8$; and

R^2 is a member selected from the group consisting of H and $-O-J^8-R^{11}$;
and all pharmaceutically acceptable salts thereof.

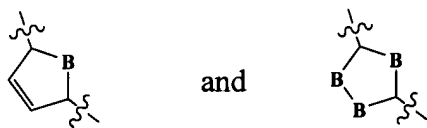
B³

27. (Currently Amended) The compound according to claim 24,
wherein A is a member selected from the group consisting of:



Y is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$;
L is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$; and
 R^1 is a member selected from the group consisting of H and $-O-J^5-R^8$; and
 R^2 is a member selected from the group consisting of H and $-O-J^8-R^{11}$;
and all pharmaceutically acceptable salts thereof.

28. (Previously Added) The compound according to claim 24
wherein A is a member selected from the group consisting of:



wherein

each B is CH_2 ;
Y is a member selected from the group consisting of $-(CH_2)_q-$ and $-(CH_2)_mO-$;
Z is $-(CH_2)_n-C(=O)-NHOH$;
L is $-(CH_2)_q-$;
each m and n is independently an integer from 0 to 4; and
each q is independently an integer from 0 to 8;
and all pharmaceutically acceptable salts thereof.

29. (Previously Added) A pharmaceutical composition comprising an effective amount of a compound according to claim **24**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

30. (Previously Added) The pharmaceutical composition comprising an effective amount of a compound according to claim **25**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

31. (Previously Added) The pharmaceutical composition comprising an effective amount of a compound according to claim **26**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

32. (Previously Added) The pharmaceutical composition comprising an effective amount of a compound according to claim **27**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

33. (Previously Added) The pharmaceutical composition comprising an effective amount of a compound according to claim **28**, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable diluent or carrier.

34. (Previously Added) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **29** to said patient.

35. (Previously Added) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **30** to said patient.

36. (Previously Added) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **31** to said patient.

37. (Previously Added) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim **32** to said patient.

38. (Previously Added) A method of inhibiting adenylyl cyclase in a patient having a disease or condition modulated by elevated levels of adenylyl cyclase activity, comprising administering a composition according to claim 33 to said patient.

39. (Previously Added) The method according to claim 34, further comprising inhibiting or preventing a patient's fibroproliferative vasculopathy following vascular injury or a vascular surgical operation, wherein said composition is administered to a patient in an effective amount subsequent to a vascular injury, or subsequent to a vascular surgical operation.

40. (Previously Added) The method according to claim 39 wherein the composition is administered for one to two weeks after the injury or surgical operation.

41. (Previously Added) The method according to claim 40 wherein fibroproliferative vasculopathy is caused by chronic allograft rejection and vascular restenosis following vascular trauma.

42. (Previously Added) A method of treating congestive heart failure comprising administering an effective amount of a pharmaceutical composition according to claim 29 to a patient in need thereof.

43. (Previously Added) A method of treating congestive heart failure comprising administering an effective amount of a pharmaceutical composition according to claim 30 to a patient in need thereof.

44. (Previously Added) A method of treating congestive heart failure comprising administering an effective amount of a pharmaceutical composition according to claim 31 to a patient in need thereof.

45. (Previously Added) A method of treating congestive heart failure comprising administering an effective amount of a pharmaceutical composition according to claim 32 to a patient in need thereof.

46. (Previously Added) A method of treating congestive heart failure comprising administering an effective amount of a pharmaceutical composition according to claim 33 to a patient in need thereof.